

PREMIUM DISCOUNT BROKERS, INC.

3200 North Military Trail, Suite 300
Boca Raton, Florida 33431

(561) 997-5820
FAX (561) 997-5846

S39004

October 30, 1997

VIA FEDERAL EXPRESS

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-11/03/97--01087--002
*****87.50 *****87.50

Re: **Premium Discount Brokers, Inc.**
Document No. S39004

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Amendment of the above-referenced, together with a check made payable to your order in the amount of \$87.50. Kindly arrange to file the original Articles returning a certified copy to the undersigned.

Payment is to be applied as follows:

Filing Fees	\$ 35.00
Certified Copy	<u>52.50</u>
TOTAL	<u>\$ 87.50</u>

Should you require any additional information, please do not hesitate to contact me.
Thank you for your assistance in this matter.

Very truly yours,

Sydney J. Monda

Enclosures

EXCEL/97-13001

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 NOV -3 PM 1:35

APPROVED
AND
FILED

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Cert Copy

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
PREMIUM DISCOUNT BROKERS, INC.**

Pursuant to Section 607.1006 of the Business Corporation Act of the State of Florida, the undersigned Sole Director of Premium Discount Brokers, Inc., a corporation organized and existing under and by virtue of the Business Corporation Act of the State of Florida (the "Corporation"), does hereby certify:

That pursuant to Unanimous Written Consent of the Sole Director of said Corporation dated October 29, 1997, the Sole Director approved the amendment to the Corporation's Articles of Incorporation as follows:

Article I is deleted in its entirety and substituted by the following:

ARTICLE I

CORPORATE NAME

The name of this Corporation shall be: Excel Financial Services, Inc., and its principal office shall be located at 3200 North Military Trail, Suite 300, Boca Raton, Florida 33431.

Article III is deleted in its entirety and substituted by the following:

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be Twenty Million (20,000,000) shares of Common Stock, \$.0001 par value per share, and Two Million (2,000,000) shares of Preferred Stock, \$.0001 par value.

The foregoing amendment was adopted by the Sole Director of the Corporation pursuant to Unanimous Written Consent pursuant to Section 607.0704 of the Florida Business Corporation Act, on October 29, 1997. There being no shareholders of the Corporation, approval was only needed by the Board of Directors.

97 NOV - 3 PM
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

APPROVED
AND
FILED

IN WITNESS WHEREOF, the undersigned, being the Sole Director of this Corporation, has executed these Articles of Amendment as of October 30, 1997.

PREMIUM DISCOUNT BROKERS, INC.

By: 
Joseph L. Lents
Sole Director